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**FAXED**May 7, 1997

Mr. Tim Sutter Plainbridge Inc. 301 Blair Road Woodbridge, NJ 07095

Dear Tim:

As discussed earlier today, we will be repositioning the WINSTON Brand Family beginning with case shipments as early as May 26, 1997. Listed below are details and recommended steps for your warehouse to take with regard to the new WINSTON Brand Styles:

- ⇒ First shipments to direct accounts to take place the week of May 26, 1997.
- All new WINSTON Product will arrive in plain white cases (for 3 months) to assist in product rotation. It is important that your warehouse personnel send out "old style" WINSTON to stores first. Keep in mind that the timing of shipments will be different for each style. Complete product rotation could take several weeks.
- ⇒ WINSTON UPC codes (case/carton/package) will remain the same. No special computer setup will be necessary on your part.
- Our Field Sales People will contact your warehouse on a weekly basis to ensure that old style WINSTON Product is being sent out first.
- At store level our Retail Representatives will aggressively discount old style WINSTON using on carton coupons to ensure that product sells down.
- The retail effort will not take place until July. This will ensure sufficient time for the new Styles to reach stores.

In the near future, I will be outlining the exciting plans we have for WINSTON at the Retail Level for your stores.

If you have any questions regarding the above, please call me.

Best Regards,

Nick

G. N. Kuruc, Jr.